

1 MICHAEL A. JACOBS (CA SBN 111664)
2 MJacobs@mofo.com
3 ARTURO J. GONZÁLEZ (CA SBN 121490)
AGonzalez@mofo.com
4 ERIC A. TATE (CA SBN 178719)
ETate@mofo.com
5 RUDY Y. KIM (CA SBN 199426)
RKKim@mofo.com
6 MORRISON & FOERSTER LLP
425 Market Street
7 San Francisco, California 94105-2482
Telephone: 415.268.7000
Facsimile: 415.268.7522

8 KAREN L. DUNN (*Pro Hac Vice*)
kdunn@bsflp.com
9 HAMISH P.M. HUME (*Pro Hac Vice*)
hhume@bsflp.com
10 BOIES SCHILLER FLEXNER LLP
1401 New York Avenue, N.W.
11 Washington DC 20005
Telephone: 202.237.2727
12 Facsimile: 202.237.6131

13 WILLIAM CARMODY (*Pro Hac Vice*)
bcarmody@susmangodfrey.com
14 SHAWN RABIN (*Pro Hac Vice*)
srabin@SusmanGodfrey.com
15 SUSMAN GODFREY
1301 Avenue of the Americas, 32nd Floor
16 New York, NY 10019-6023

17 Attorneys for Defendants
18 UBER TECHNOLOGIES, INC.
and OTTOMOTTO LLC

19
20
21
22
23
24
25
26
27
28

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

22 WAYMO LLC,
23 Plaintiff,
24 v.
25 UBER TECHNOLOGIES, INC.,
OTTOMOTTO LLC; OTTO TRUCKING LLC,
26 Defendants.

Case No. 3:17-cv-00939-WHA

**DECLARATION OF MICHELLE
YANG IN SUPPORT OF PLAINTIFF'S
ADMINISTRATIVE MOTION TO
FILE UNDER SEAL ITS
SUPPLEMENTAL BRIEF IN
SUPPORT OF ITS MOTION FOR
ORDER TO SHOW CAUSE (DKT. 1501
(CORRECTING DKT. 1493))**

1 I, Michelle Yang, declare as follows:

2 1. I am an attorney at the law firm of Morrison & Foerster LLP. I make this
 3 declaration based upon matters within my own personal knowledge and if called as a witness, I
 4 could and would competently testify to the matters set forth herein. I make this declaration in
 5 support of Plaintiff's Administrative Motion to File under Seal Its Supplemental Brief in Support
 6 of Its Motion for Order to Show Cause (Dkt. 1501 (correcting Dkt. 1493)).

7 2. I have reviewed the following documents and confirmed that only the portions
 8 identified below merit sealing:

Document	Portions to Be Filed Under Seal
Waymo's Supplemental Brief in Support of Motion for Order to Show Cause ("Brief")	Red-outlined Boxes
Exhibit 2	Entirety
Exhibit 3	Entirety
Exhibit 5	Entirety
Exhibit 6	Entirety
Exhibit 9	Red-outlined boxes
Exhibit 13	Entirety
Exhibit 14	Red-outlined boxes
Exhibit 15	Red-outlined boxes
Exhibit 16	Red-outlined boxes
Exhibit 17	Entirety
Exhibit 18	Entirety
Exhibit 24	Red-outlined boxes
Exhibit 25	Entirety

27 3. The red-outlined boxes in the Brief contain highly confidential information
 28 regarding the analysis and development of various technical features in Uber's LiDAR sensors,

1 information regarding vendors. This highly confidential information is not publicly known, and
 2 its confidentiality is strictly maintained. I understand that disclosure of this information would
 3 allow Uber's competitors to obtain a competitive advantage by learning how Uber approaches the
 4 technical challenges of LiDAR and evaluates possible solutions to these challenges, such that
 5 they can tailor their own LiDAR development to counter Uber and Uber's competitive standing
 6 could be significantly harmed.

7 4. Exhibit 1 and the Proposed Jury Instruction were clawed back by Anthony
 8 Levandowski's counsel under an assertion of privilege, so Defendants do not know the
 9 information these documents contain. Depending on their content, they may require sealing if
 10 filed publicly at a later date.

11 5. The entirety of Exhibit 2 contains highly confidential information regarding
 12 analysis of and strategy for the self-driving car market, including discussions of objectives and
 13 priorities. This highly confidential information is not publicly known, and its confidentiality is
 14 strictly maintained. I understand that disclosure of this information would give Uber's
 15 competitors insight into how Uber evaluates the self-driving car market, its strategies, and
 16 priorities, such that these competitors could tailor their development and Uber's competitive
 17 standing could be significantly harmed.

18 6. The entirety of Exhibits 3 and 5, and the red-outlined boxes of Exhibit 9, contain
 19 highly confidential information regarding a business agreement, including detailed terms and
 20 conditions such as the specific obligations and responsibilities of each party, which reveal how
 21 Uber structures its business agreements. This highly confidential information is not publicly
 22 known, and its confidentiality is strictly maintained. I understand that disclosure of this
 23 information could allow competitors and counterparties to gain insight into how Uber structures
 24 its business agreements, allowing them to tailor their own negotiation strategy, such that Uber's
 25 competitive standing could be significantly harmed.

26 7. The entirety of Exhibit 6 is a document acquired by Uber in connection with a
 27 business agreement, containing highly confidential information regarding a company's operations
 28 and structure. This highly confidential information is not publicly known, and its confidentiality

1 is strictly maintained. I understand that disclosure of this information would allow potential
2 competitors and counterparties to obtain an advantage by allowing them to tailor their own
3 operations.

4 8. The entirety of Exhibits 13, 17, and 18, as well as some of the red-outlined boxes
5 in Exhibits 14-16 and the entirety in Exhibit 25, contain highly confidential information regarding
6 the evaluation and development of various technical features in Uber's LiDAR sensors, including
7 the identity of confidential third party vendors and information revealing Uber's LiDAR
8 development timeline, internal consideration of various technical features, and priorities. This
9 highly confidential information is not publicly known, and its confidentiality is strictly
10 maintained. I understand that disclosure of this information would allow Uber's competitors to
11 obtain a competitive advantage by learning how Uber approaches the technical challenges of
12 LiDAR and evaluates possible solutions to these challenges, such that they can tailor their own
13 LiDAR development to counter Uber and Uber's competitive standing could be significantly
14 harmed.

15 9. In addition, a red-outlined box in the Brief and the entirety of Exhibits 13-18 also
16 contain the email addresses, phone numbers, or other contact information of high-ranking current
17 and former company executives and employees, whose email accounts and numbers may still
18 become compromised if disclosed to the public. In Exhibits 14-16, this personally identifying
19 contact information is marked in red boxes. Defendants seek to seal this information in order to
20 protect the privacy of these current and former employees executives, as prominent individuals at
21 the company are currently the subject of extensive media coverage. Disclosure of this
22 information could expose these individuals to harm or harassment.

23 10. The entirety of Exhibit 24 also contains highly confidential information regarding
24 the phone numbers and passwords of conference call lines and IP numbers of Defendants'
25 company office spaces. In addition, they also contains the email addresses of high-ranking
26 current and former company executives and employees, whose email accounts may still become
27 compromised if disclosed to the public. Defendants request that these portions be kept sealed to
28

preserve Defendants' company and individual privacy and prevent the company's internal communications systems from being compromised.

11. The entirety of Exhibit 25 also contains highly confidential information regarding the identities of confidential third-party vendors for custom technical designs relating to LiDAR. This highly confidential information is not publicly known and its confidentiality is strictly maintained. Defendants request this information be kept under seal to protect the confidentiality of business agreements with these confidential vendors. Disclosure of their identities would allow Uber's competitors to understand the design input and technical features relating to a custom LiDAR design of Uber's, such that they could tailor their own development of LiDAR or interfere in Uber's business relationships, such that Uber's competitive standing could be significantly harmed.

12. The entirety of Exhibit 25 also contains names of current employees who are not involved in this litigation, and disclosure of these names would threaten the privacy of individuals at a company that is currently the subject of extensive media coverage.

13. Defendants' request to seal is narrowly tailored to the portions of Waymo's Brief and its supporting papers that merit sealing.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 11th day of September, 2017 in Washington, D.C.

/s/ Michelle Yang

Michelle Yang

ATTESTATION OF E-FILED SIGNATURE

I, Arturo J. Gonzalez, am the ECF User whose ID and password are being used to file this Declaration. In compliance with General Order 45, X.B., I hereby attest that Michelle Yang has concurred in this filing.

Dated: September 11, 2017

/s/ Arturo J. Gonzalez

ARTURO J. GONZALEZ